

TELEFONOS DE MEXICO S A B DE C V
Form SC 13D/A
October 10, 2007
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 35)*

Teléfonos de México, S.A. de C.V. (the Issuer)

(Name of Issuer)

American Depositary Shares (L Share ADSs), each representing 20 Series L Shares (L Shares)

American Depositary Shares (A Share ADSs), each representing 20 Series A Shares (A Shares)

(Title of Class of Securities)

879403780 for L Share ADSs¹

879403400 for A Share ADSs²

(CUSIP Number)

Rafael Robles Miaja

Galicia y Robles, S.C.

Boulevard Manuel Avila Camacho 24

Torre del Bosque

Piso 7

Colonia: Lomas de Chapultepec

México, D.F. 11000, México

(5255) 5540-9225

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

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September 21, 2007

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on the following pages)

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¹ CUSIP number is for the L Share ADSs only. No CUSIP number exists for the underlying L Shares, since such shares are not traded in the United States.

² CUSIP number is for the A Share ADSs only. No CUSIP number exists for the underlying A Shares, since such shares are not traded in the United States.

CUSIP No. 879403780 L Share ADSs
879403400 A Share ADSs

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- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 Carlos Slim Helú
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
- (a)
- (b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS*
- AF (See Item 3)
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION
- México
- NUMBER OF SHARES 7 SOLE VOTING POWER
- 80,000 A Shares and 200,000 L Shares (See Item 5)
- BENEFICIALLY OWNED BY 8 SHARED VOTING POWER
- 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5)
- EACH REPORTING PERSON 9 SOLE DISPOSITIVE POWER
- 80,000 A Shares and 200,000 L Shares (See Item 5)
- WITH 10 SHARED DISPOSITIVE POWER
- 92,690,376 A Shares and 9,061,770,920 L Shares (See Item 5)
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,690,376 A Shares and 9,061,970,920 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 21.2% of A Shares and 58.96% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs
879403400 A Share ADSs

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- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 Carlos Slim Domit
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
- (a)
- (b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS*
- AF (See Item 3)
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION
- México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 16,264 L Shares (See Item 5) |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5) |
| | | SOLE DISPOSITIVE POWER |
| WITH | 10 | 16,264 L Shares (See Item 5) |
| | | SHARED DISPOSITIVE POWER |
| | | 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,610,376 A Shares and 9,061,787,184 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 21.1 % of A Shares and 58.96% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- IN

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CUSIP No. 879403780 L Share ADSs
879403400 A Share ADSs

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- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 Marco Antonio Slim Domit
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
- (a)
- (b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS*
- AF (See Item 3)
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION
- México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 16,264 L Shares (See Item 5) |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5)
SOLE DISPOSITIVE POWER |
| WITH | 10 | 16,264 L Shares (See Item 5)
SHARED DISPOSITIVE POWER |
| | | 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,610,376 A Shares and 9,061,787,184 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 21.1% of A Shares and 58.96% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- IN

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CUSIP No. 879403780 L Share ADSs
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- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- Patrick Slim Domit
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
- (a)
- (b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS*
- AF and PF (See Item 3)
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION
- México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 1,048,538 L Shares (See Item 5) |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5) |
| | | SOLE DISPOSITIVE POWER |
| WITH | 10 | 1,048,538 L Shares (See Item 5) |
| | | SHARED DISPOSITIVE POWER |
| | | 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,610,376 A Shares and 9,062,819,458 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 21.1% of A Shares and 58.96% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- IN

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879403400 A Share ADSs

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- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 María Soumaya Slim Domit
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
- (a)
- (b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS*
- AF (See Item 3)
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION
- México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 16,268 L Shares (See Item 5) |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5)
SOLE DISPOSITIVE POWER |
| WITH | 10 | 16,268 L Shares (See Item 5)
SHARED DISPOSITIVE POWER |
| | | 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,610,376 A Shares and 9,061,787,188 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 21.1% of A Shares and 58.96% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- IN

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CUSIP No. 879403780 L Share ADSs
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- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 Vanessa Paola Slim Domit
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
- (a)
- (b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS*
- AF (See Item 3)
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION
- México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 3,116,268 L Shares (See Item 5) |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5)
SOLE DISPOSITIVE POWER |
| WITH | 10 | 3,116,268 L Shares (See Item 5)
SHARED DISPOSITIVE POWER |
| | | 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,610,376 A Shares and 9,064,887,188 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 21.1% of A Shares and 58.98% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- IN

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- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 Johanna Monique Slim Domit
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
- (a)
- (b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS*
- AF and PF (See Item 3)
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION
- México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 1,375,522 L Shares (See Item 5) |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5)
SOLE DISPOSITIVE POWER |
| WITH | 10 | 1,375,522 L Shares (See Item 5)
SHARED DISPOSITIVE POWER |
| | | 92,610,376 A Shares and 9,061,770,920 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,610,376 A Shares and 9,063,146,442 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 21.1% of A Shares and 58.97% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
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1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

2 Carso Global Telecom, S.A. de C.V.
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

AF and WC (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF ^{México} 7 SOLE VOTING POWER
SHARES

BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY

91,994,660 A Shares and 8,915,137,708 L Shares (See Item 5)

EACH 9 SOLE DISPOSITIVE POWER
REPORTING
PERSON
WITH